

Fill in this information to identify the case:

Debtor Name Ryan Nicholas WeissUnited States Bankruptcy Court for the: Northern District of Texas
(State)Case number: 21-31701-HDH-11

Official Form 426

Periodic Report Regarding Value, Operations, and Profitability of Entities in Which the Debtor's Estate Holds a Substantial or Controlling Interest

12/17

This is the *Periodic Report* as of 12/21/2021 on the value, operations, and profitability of those entities in which a Debtor holds, or two or more Debtors collectively hold, a substantial or controlling interest (a "Controlled Non-Debtor Entity"), as required by Bankruptcy Rule 2015.3. For purposes of this form, "Debtor" shall include the estate of such Debtor.

[Name of Debtor] holds a substantial or controlling interest in the following entities:

Name of Controlled Non-Debtor Entity	Interest of the Debtor	Tab #
Flex Capital Investment, LLC ("Flex Capital")	100%	1
Flex Capital is 100% owner Castle Hills Motors, LLC		2

This *Periodic Report* contains separate reports (*Entity Reports*) on the value, operations, and profitability of each Controlled Non-Debtor Entity.

Each *Entity Report* consists of five exhibits.

Exhibit A contains the most recently available: balance sheet, statement of income (*loss*), statement of cash flows, and a statement of changes in shareholders' or partners' equity (*deficit*) for the period covered by the *Entity Report*, along with summarized footnotes.

Exhibit B describes the Controlled Non-Debtor Entity's business operations.

Exhibit C describes claims between the Controlled Non-Debtor Entity and any other Controlled Non-Debtor Entity.

Exhibit D describes how federal, state or local taxes, and any tax attributes, refunds, or other benefits, have been allocated between or among the Controlled Non-Debtor Entity and any Debtor or any other Controlled Non-Debtor Entity and includes a copy of each tax sharing or tax allocation agreement to which the Controlled Non-Debtor Entity is a party with any other Controlled Non-Debtor Entity.

Exhibit E describes any payment, by the Controlled Non-Debtor Entity, of any claims, administrative expenses or professional fees that have been or could be asserted against any Debtor, or the incurrence of any obligation to make such payments, together with the reason for the entity's payment thereof or incurrence of any obligation with respect thereto.

This *Periodic Report* must be signed by a representative of the trustee or debtor in possession.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

The undersigned, having reviewed the *Entity Reports* for each Controlled Non-Debtor Entity, and being familiar with the Debtor's financial affairs, verifies under the penalty of perjury that to the best of his or her knowledge, (i) this *Periodic Report* and the attached *Entity Reports* are complete, accurate, and truthful to the best of his or her knowledge, and (ii) the Debtor did not cause the creation of any entity with actual deliberate intent to evade the requirements of Bankruptcy Rule 2015.3

For non-Individual Debtors:

X

Signature of Authorized Individual

Printed name of Authorized Individual

Date MM / DD / YYYY

For Individual Debtors:

X

Signature of Debtor 1

Ryan Nicholas Weiss
Printed name of Debtor 1

Date 12 / 21 / 2021
MM / DD / YYYY

X

Signature of Debtor 2

Printed name of Debtor 2

Date MM / DD / YYYY

Tab 1

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit A: Financial Statements for [Flex Capital Investment, LLC]

A Financial Statement has not been prepared.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit A-1: Balance Sheet for [Flex Capital Investment, LLC] as of [12/21/2021]

[Provide a balance sheet dated as of the end of the most recent 3-month period of the current fiscal year and as of the end of the preceding fiscal year.

Describe the source of this information.]

A Balance Sheet has not been prepared.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit A-2: Statement of Income (Loss) for [Flex Capital Investment, LLC] for period ending [12/21/2021]

[Provide a statement of income (loss) for the following periods:

(i) For the initial report:

- a. the period between the end of the preceding fiscal year and the end of the most recent 3-month period of the current fiscal year; and
- b. the prior fiscal year.

(ii) For subsequent reports, since the closing date of the last report.

Describe the source of this information.]

A Statement of Income has not been prepared.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit A-3: Statement of Cash Flows for [Flex Capital Investment, LLC] for period ending [12/21/2021]

[Provide a statement of changes in cash position for the following periods:

(i) For the initial report:

- a. the period between the end of the preceding fiscal year and the end of the most recent 3-month period of the current fiscal year; and
- b. the prior fiscal year.

(ii) For subsequent reports, since the closing date of the last report.

Describe the source of this information.]

A Statement of Cash Flow has not been prepared.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

**Exhibit A-4: Statement of Changes in Shareholders'/Partners' Equity (*Deficit*) for [Flex Capital Investment, LLC]
for period ending [12/21/2021]**

[Provide a statement of changes in shareholders'/partners equity (*deficit*) for the following periods:

(i) For the initial report:

- a. the period between the end of the preceding fiscal year and the end of the most recent 3-month period of the current fiscal year; and
- b. the prior fiscal year.

(ii) For subsequent reports, since the closing date of the last report.

Describe the source of this information.]

A Statement of Change in Shareholders'/Partners' Equity has not been prepared.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit B: Description of Operations for [Flex Capital Investment, LLC]

[Describe the nature and extent of the Debtor's interest in the Controlled Non-Debtor Entity.

Describe the business conducted and intended to be conducted by the Controlled Non-Debtor Entity, focusing on the entity's dominant business segments.

Describe the source of this information.]

Debtor is corporate finance/tax consultant who operates a consulting business under the name of Flex Capital Investments, LLC. Under Flex Capital, Debtor works as a corporate finance/tax consultant. Debtor is the sole member and 100% owner of Flex Capital.

In 2012, Flex Capital formed Castle Hills Motors and began operating a used car dealership in Lewisville, Texas. Flex Capital is the sole member and 100% owner of Castle Hills Motors. The business model for Castle Hills Motors was premised upon in house financing via BHPH promissory notes.

Flex Capital is also a 70% owner of Castle Hills Financing, LLC ("Castle Hills Financing") and the managing member.

In order to grow and fund business operations, Debtor used personal capital and external private equity capital to fund Castle Hills Motors' purchase of vehicles and sell to customers for in house financing. This combined capital was how Castle Hills Financing was established. Castle Hills Financing is 70% owned by Flex Capital, 10% owned by the Debtor's two minor children, 5% owned by Ryan Brown and 5% owned by Greg Jedrusiak.

Castle Hills Financing's main function was to partially purchase Castle Hills Motors' BHPH notes to allow Castle Hills Motors' cash flow to remain positive and give Castle Hills Motors the ability to grow quickly. Castle Hills Motors grew rapidly during the first seven years of existence.

Over the years, the strategy of the dealership shifted to better, more expensive vehicles and less BHPH financing, replaced with significantly more outside financing and cash sales. At its peak, Castle Hills Motors employed approximately 15 full time contractors and several part time individuals.

In March of 2020, the COVID pandemic struck and devastated the business operations of Castle Hills Motors and Castle Hills Financing. Most of the BHPH customers stopped making payments and sales plummeted as the state and country decided how to best deal with the pandemic from a store retail store front prospective. Castle Hills Motors cut staff levels dramatically in March of 2020, but the dealership had very large inventory levels at the time the pandemic protocols rolled out and when business came to a grinding halt. Unfortunately, many of the pandemic benefits such as PPP loans were not available to Castle Hills Motors because all individuals working at the dealership were paid as independent contractors as opposed to W-2 employees.

Large monthly fixed costs, private equity debt payback, private equity debt interest payments and automotive floor plans quickly ate up all cash reserves Castle Hills Motors had established over the first seven years in business. Sales levels were 35-70% lower than the comparable 2019 results during the pandemic period. The Debtor attempted to secure liquidity for Castle Hills Motors from a variety of sources including personal credit card advances from the Debtor's credit cards, business merchant cash advances for Castle Hills Motors and additional private equity advance inquiries. High interest and additional debt service added by these liquidity options secured magnified the problem of being able to keep up with monthly expenses.

After exhausting all of the Debtor's personal liquidity reserves and external private equity loan opportunities, Castle Hills sold its assets on November 30th, 2020 in an effort to salvage any remaining value related to Castle Hills Motors or Castle Hills Financing¹. The sale was to Dennis Auto Investments, LLC ("Dennis Auto"), and Mr. Weiss' father is the 100% owner of Dennis Auto. The sale was recommended by LMN Consulting, LLC, an unrelated third party that previously worked in the auto industry. The strategy for the sale was to rebrand Castle Hills Motors under new ownership and new management in an effort to revamp the business operations and rebrand the company. LMN would take over the management and control of Castle Hills Motors and work to collect the delinquent BHPH notes. The sale to Dennis Auto was an asset sale in the form of a promissory note, and the Debtor signed on as a consultant for the new dealership to help ensure the promissory note would be paid.

Unfortunately, LMN has not performed as expected, and the new company Dennis Auto has continued to struggle and lose money every month. It was at this point that Mr. Weiss finally decided that personal bankruptcy was his only remaining option. On September 23, 2021, the Debtor filed for bankruptcy relief under Chapter 11.

Neither Castle Hills Motors nor Castle Hills Financing are currently operating.

¹ Prior to the sale, Castle Hills solicited offers for the sale of its assets, and the highest offer it received was \$25,000.00.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit C: Description of Intercompany Claims

[List and describe the Controlled Non-Debtor Entity's claims against any other Controlled Non-Debtor Entity, together with the basis for such claims and whether each claim is contingent, unliquidated or disputed.

Describe the source of this information.]

Debtor is corporate finance/tax consultant who operates a consulting business under the name of Flex Capital Investments, LLC. Under Flex Capital, Debtor works as a corporate finance/tax consultant. Debtor is the sole member and 100% owner of Flex Capital.

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Castle Hills Financing's main function was to partially purchase Castle Hills Motors' BHPH notes to allow Castle Hills Motors' cash flow to remain positive and give Castle Hills Motors the ability to grow quickly. Castle Hills Motors grew rapidly during the first seven years of existence.

Over the years, the strategy of the dealership shifted to better, more expensive vehicles and less BHPH financing, replaced with significantly more outside financing and cash sales. At its peak, Castle Hills Motors employed approximately 15 full time contractors and several part time individuals.

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Neither Castle Hills Motors nor Castle Hills Financing are currently operating.

¹ Prior to the sale, Castle Hills solicited offers for the sale of its assets, and the highest offer it received was \$25,000.00.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit D: Allocation of Tax Liabilities and Assets

[Describe how income, losses, tax payments, tax refunds, or other tax attributes relating to federal, state, or local taxes have been allocated between or among the Controlled Non-Debtor Entity and one or more other Controlled Non-Debtor Entities.

Include a copy of each tax sharing or tax allocation agreement to which the entity is a party with any other Controlled Non-Debtor Entity.

Describe the source of this information.]

All profits flow through to the Debtor's personal tax return.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit E: Description of Controlled Non-Debtor Entity's payments of Administrative Expenses, or Professional Fees otherwise payable by a Debtor

[Describe any payment made, or obligations incurred (or claims purchased), by the Controlled Non-Debtor Entity in connection with any claims, administrative expenses, or professional fees that have been or could be asserted against any Debtor.

Describe the source of this information.]

None

Tab 2

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit A: Financial Statements for [Castle Hills Motors, LLC]

A Financial Statement has not been prepared.

Debtor Name Ryan Nicholas Weiss

Case number 21-31701

Exhibit A-1: Balance Sheet for [Castle Hills Motors, LLC] as of [12/21/2021]

[Provide a balance sheet dated as of the end of the most recent 3-month period of the current fiscal year and as of the end of the preceding fiscal year.

Describe the source of this information.]

A Balance Sheet has not been prepared.

Debtor Name Ryan Nicholas Weiss

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Exhibit A-2: Statement of Income (Loss) for [Castle Hills Motors, LLC] for period ending [12/21/2021]

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Exhibit A-3: Statement of Cash Flows for [Castle Hills Motors, LLC] for period ending [12/21/2021]

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**Exhibit A-4: Statement of Changes in Shareholders'/Partners' Equity (*Deficit*) for [Castle Hills Motors, LLC]
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[Describe any payment made, or obligations incurred (or claims purchased), by the Controlled Non-Debtor Entity in connection with any claims, administrative expenses, or professional fees that have been or could be asserted against any Debtor.

Describe the source of this information.]

None